## FORM D UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# FORM D

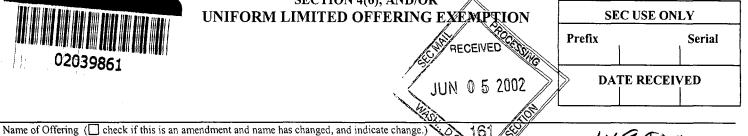
NOTICE OF SALE OF SECURITIES

PURSUANT TO REGULATION D. SECTION 4(6), AND/OR

UNIFORM LIMITED OFFERING EXEMPTION

OMB Number: 3235-0076 Expires: May 31, 2002 Estimated average burden hours per form ...... 1

**OMB APPROVAL** 



Offering of Warrants to purchase Common Stock and the underlying shares of Common Stock issuable upon exercise thereof. /// 900 2								
Filing Under (Check box(es) that apply):	☐ Rule 504	Rule 505		☐ Section 4(6) ☐ ULOE				
Type of Filing:		New Filing		Amendment				
	A. BASIC	IDENTIFICATION	DATA	PROCESSED				
1. Enter the information requested about the	issuer							
Name of Issuer ( check if this is an amend	dment and name has changed, as	nd indicate change.)		P JUN 1 3 2002				
Ø-In Design Automation, Inc.								
Address of Executive Offices	(Number and Street	t, City, State, Zip Coo	de) Telephone Numbe	er (Including Area Code) HOMSON				
1784 Technology Drive, San Jose, CA 951	10		(408) 487-3649	FINANCIAL				
Address of Principal Business Operations (N (if different from Executive Offices)	umber and Street, City, State, Z	Telephone Numbe	Telephone Number (Including Area Code)					
Same			Same					
Brief Description of Business								
Develops and designs engineering design a	utomation software.							
Type of Business Organization								
orporation	limited partnership, already	formed		other (please specify):				
business trust	limited partnership, to be for	med						
Actual or Estimated Date of Incorporation or	Organization:	Month 06	<u>Year</u> <b>96</b>					
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: <b>DE</b> CN for Canada; FN for other foreign jurisdiction)								

### GENERAL INSTRUCTIONS

### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

### ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.



### A. BASIC IDENTIFICATION DATA 2. Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer; Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Check Promoter Beneficial Owner Executive Officer □ Director General and/or Box(es) that Managing Partner Apply: Full Name (Last name first, if individual) White, Steven D. Business or Residence Address (Number and Street, City, State, Zip Code) c/o Ø-In Design Automation, Inc., 1784 Technology Drive, San Jose, CA 95110 Check ☐ Promoter □ Director Beneficial Owner General and/or Box(es) that Managing Partner Apply: Full Name (Last name first, if individual) Widdoes, Jr. L. Curtis Business or Residence Address (Number and Street, City, State, Zip Code) c/o Ø-In Design Automation, Inc., 1784 Technology Drive, San Jose, CA 95110 Check Boxes ☐ Promoter Beneficial Owner Executive Officer □ Director ☐ General and/or that Apply: Managing Partner Full Name (Last name first, if individual) Wade Woodson Business or Residence Address (Number and Street, City, State, Zip Code) c/o Sigma Partners, 2884 Sand Hill Road, Suite 121, Menlo Park, CA 94025 Check Boxes Promoter ⊠Beneficial Owner Executive Officer □ Director ☐ General and/or that Apply: Managing Partner Full Name (Last name first, if individual) James Furnivall Business or Residence Address (Number and Street, City, State, Zip Code) c/o Canaan Partners, 105 Rowayton Avenue, Rowayton, CT 06853 Check Boxes ☐ Promoter Beneficial Owner Executive Officer □ Director General and/or that Apply: Managing Partner Full Name (Last name first, if individual) Thomas Dolson Business or Residence Address (Number and Street, City, State, Zip Code) c/o Brinson Partners, 209 South LaSalle Street, Suite 114, Chicago IL 60604-1295 Check Boxes ☐ Promoter Beneficial Owner Executive Officer Director ☐ General and/or that Apply: Managing Partner Full Name (Last name first, if individual) MeVC Draper Fisher Jurvetson Fund I Business or Residence Address (Number and Street, City, State, Zip Code) 400 Seaport Court, Suite 105, Redwood City, CA 94063 Check Boxes Promoter Beneficial Owner Executive Officer Director General and/or that Apply: Managing Partner Full Name (Last name first, if individual) Entities Affiliated with Sigma Partners (Sigma Partners III, L.P.; Sigma Associates III, L.P.; and Sigma Investors III, L.P.) Business or Residence Address (Number and Street, City, State, Zip Code) 2884 Sand Hill Road, Suite 121, Menlo Park, CA 94025 Check Boxes ☐ Promoter Beneficial Owner ☐ Executive Officer Director General and/or Managing Partner that Apply: Full Name (Last name first, if individual) Canaan Equity, L.P. Business or Residence Address (Number and Street, City, State, Zip Code) 105 Rowayton Avenue, Rowayton, CT 06853 Promoter General and/or Check Boxes Beneficial Owner Executive Officer ☐ Director that Apply: Managing Partner Full Name (Last name first, if individual) BVCF IV, L.P. Business or Residence Address (Number and Street, City, State, Zip Code) 209 South LaSalle Street, Suite 114, Chicago IL 60604-1295

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

•											
Check Boxes	Promoter	Beneficial Owner		Executive Officer		Director	General and/or				
that Apply:							Managing Partner				
Full Name (Las	t name first, if individual)										
Entities Affiliated with The Sprout Group (Sprout Capital VIII, L.P., Sprout Venture Capital L.P., The Sprout CEO Fund, L.P., DLJ Capital Corp., and DLJ ESC II, L.P.)											
Business or Re	sidence Address (Number and	Street, City, State, Zip Code)									
3000 Sand Hil	Road, Building 3, Suite 170	), Menlo Park, CA 94025									
Check Boxes	Promoter	☐Beneficial Owner		Executive Officer	$\boxtimes$	Director	General and/or				
that Apply:							Managing Partner				
Full Name (Las	t name first, if individual)										
Gerhard, Ları	У										
Business or Re	sidence Address (Number and	Street, City, State, Zip Code)									
c/o MeVC Drag	oer Fisher Jurvetson Fund I, 40	00 Seaport Court, Suite 105, Rec	dwoo	d City, CA 94063							
Check Boxes	Promoter	☐Beneficial Owner	$\boxtimes$	Executive Officer		Director	☐ General and/or				
that Apply:							Managing Partner				
Full Name (Las	t name first, if individual)										
Girczyc, Emil											
Business or Residence Address (Number and Street, City, State, Zip Code)											
c/o Ø-In Desig	Automation, Inc., 1784 Tech	mology Drive, San Jose, CA 95	5110								

				E	. INFORM	IATION AB	OUT OFFI	ERING				
1. Has the	e issuer sold, or o	loes the issue	er intend to s				_	g under ULO			Yes N	io <u>√</u>
2. What is	the minimum is	nvestment the	at will be acc	epted from	any individ	ual?		••••••	••••••	•••••	N/A	<del></del>
3. Does the	e offering permi	t joint owner	ship of a sin	gle unit?	•••••••••						Yes <u>√</u> N	le
of purch SEC and	ne information re hasers in connec d/or with a state forth the inform	tion with sale or states, list	es of securiti t the name of	es in the of f the broker	fering. If a p	person to be	listed is an a	ssociated per	son or agent of	a broker or	dealer registe	ered with the
NO	ONE											
Full Name	(Last name first	, if individua	1)							<u> </u>		
N/A	A											
Business or N/A	r Residence Ado <b>A</b>	lress (Numbe	r and Street,	City, State	, Zip Code)							
Name of A	ssociated Broke	r or Dealer						<del></del>				
N/A	Α											
States in W	hich Person Lis	ted Has Solic	ited or Inten	ds to Solici	t Purchasers	}						
	ll States" or ched						••••	*****************	*******************************			All States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	 [ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[VA]	[WV]	[WI]	[WY]	[PR]
Full Name	(Last name first	, if individua	1)									
N/A												
	r Residence Add	lress (Numbe	r and Street,	City, State	, Zip Code)							
N/A		- D 1										
	ssociated Broke	r or Dealer										
N/A	A /hich Person Lis	tad Uan Solia	ited or Inten	de to Solici	t Durchosers						<del>.</del>	
[AL]	[AK]	r marviduai	[AR]	[CA]	(COI	(CT)	[DE]	ומכו	[FL]			
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[VA]	[WV]	[WI]	[WY]	[PR]
Full Name	(Last name first	, if individua	l)								-	
N/A	4											
Business or	r Residence Add	lress (Numbe	r and Street,	City, State,	Zip Code)							
N/A												
Name of As	ssociated Broke	r or Dealer										
N/A												
	hich Person Lis											
,	Il States" or chec						IDE1		רופי ז			All States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[VA]	[WV]	[WI]	[WY]	[PR]

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# C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

is an exchange offering, check this box	1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold.	Enter "	0" if answer is "	none'	or "ze	ero." If the transaction
Debt		is an exchange offering, check this box and indicate in the columns below the amounts of the securities	es offer	ed for exchange	and a	already	exchanged.
Debt		Type of Security		Aggregate			Amount Already
Equity				Offering Price			Sold
Equity		Debt	\$_	0	_	\$_	. 0
Convertible Securities (including warrants)		Equity				<b>\$</b> _	0
Convertible Securities (including warrants)		Common Preferred					
Partnership Interests			\$	64.843.20		\$	0
Other (Specify							
Total Answer also in Appendix, Column 3, if filing under ULOE.  2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities in this offering and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."    Number   Num		•					
Answer also in Appendix, Column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."    Number   Investors							
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."    Number   Number   Investors   Dollar Amount of Purchases				7 110 101	•	-	
Accredited Investors	2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on					
Accredited Investors				Number			Aggregate
Accredited Investors				Investors			Dollar Amount
Non-accredited Investors 0 0 \$							of Purchases
Total (for filings under Rule 504 only) 0 \$ 0 \$ 0 \$ 0 \$ 0 \$ 0 \$ 0 \$ 0 \$ 0 \$ 0		Accredited Investors		11	_	\$	64,843.20
Answer also in Appendix, Column 4, if filing under ULOE.  3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.    N/A   Dollar Amount   Type of   Sold   Security		Non-accredited Investors	_	0	_	\$	0
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.    N/A		Total (for filings under Rule 504 only)		0		\$	0
sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.    N/A   Dollar Amount   Type of   Sold   Security		Answer also in Appendix, Column 4, if filing under ULOE.					
Type of Offering Rule 505	3.	sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first					
Type of Offering Rule 505				N/A			Dollar Amount
Type of Offering Rule 505				Type of			Sold
Rule 505				Security			
Regulation A		Type of Offering					
Rule 504		Rule 505		0		<b>\$</b>	0
Total		Regulation A		0		\$	0
4.a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees.  Transfer Agent's Fees.  Description of the securities in this offering in this offering is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees.  Description of the securities in this offering is not known, furnish an estimate and check the box to the left of the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees.  Description of the securities in this offering is not known, furnish an estimate and check the box to the left of the estimate.  Securities in this offering is not known, furnish an estimation of the securities in this offering is not known, furnish and estimate in this offering is not known, furnish an estimate and check the box to the left of the estimate.  Securities in this offering is not known, furnish an estimation of the securities in this offering is not known, furnish and estimate is not known, furnish an estimation of the securities in this offering is not known, furnish and estimate is not known, furnish an estimate and check the box to the left of the estimate.  Securities is not known, furnish and estimate is not known, furnish an estimate in the information of the securities in the information of the securities in the information of the estimate is not known, furnish and estimate is not known,		Rule 504		0		<b>\$</b>	0
this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees		Total		0_		\$	0
Printing and Engraving Costs         □         \$         0           Legal Fees         □         \$         5,000.00           Accounting Fees         □         \$         0           Engineering Fees         □         \$         0           Sales Commissions (specify finders' fees separately)         □         \$         0           Other Expenses (Identify)         □         \$         0	4.a	this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish					
Legal Fees       □       \$ 5,000.00         Accounting Fees       □       \$ 0         Engineering Fees       □       \$ 0         Sales Commissions (specify finders' fees separately)       □       \$ 0         Other Expenses (Identify)       □       \$ 0		Transfer Agent's Fees				\$	0
Accounting Fees Sending Fees Se		Printing and Engraving Costs				\$	0
Engineering Fees		Legal Fees			$\boxtimes$	\$	5,000.00
Sales Commissions (specify finders' fees separately) Sleep S		Accounting Fees				<b>\$</b>	0
Other Expenses (Identify) \$		Engineering Fees				<b>\$</b>	0
Other Expenses (Identify)		Sales Commissions (specify finders' fees separately)				\$	0
<u> </u>						\$	0
		Total			$\boxtimes$	<b>\$</b>	5,000.00

C. OFFERING PRICE, NUMBER OF	INVESTORS, EXPENSES ANI	USE OF PROC	EEDS		
b. Enter the difference between the aggregate offering pr expenses furnished in response to Part C - Question 4. issuer"	ice given in response to Part C - Q a. This difference is the "adjusted	uestion 1 and total	the	\$	59,843.20
5. Indicate below the amount of the adjusted gross proceeds to the is shown. If the amount for any purpose is not known, furnish an estotal of the payments listed must equal the adjusted gross proceed above.	timate and check the box to the le	ft of the estimate.	The		
		Payment to Of Directors, & A	-	P	ayment To Others
Salaries and fees		□ \$	0	□ \$	
Purchase of real estate		□ \$	0	□ s	
Purchase, rental or leasing and installation of machinery and equipment		□ <b>\$</b>	0	□ <b>\$</b>	0
Construction or leasing of plant buildings and facilities		□ \$	0	□ \$	0
Acquisition of other businesses (including the value of securities involved in in exchange for the assets or securities of another issuer pursuant to a merger	□ <b>\$</b>	0	□ \$	0	
Repayment of indebtedness	•	□ \$	0	Пs	0
Working capital		□ \$ □ \$		E \$	59,843.20
Other (specify):		□ \$ □ \$		□ \$	
otter (speerty).		L-1 Ψ	<u> </u>	□ Ψ	
		□ <b>\$</b>	0	□ <b>s</b>	0
Column Totals		□ s			
Total Payments Listed (column totals added)		<b>E</b> \$		343.20	
D. FEI	DERAL SIGNATURE				
The issuer had duly caused this notice to be signed by the undersigned duly a an undertaking by the issuer to furnish to the U.S. Securities and Exchange C non-accredited investor pursuant to paragraph (b)(2) of Rule 502.					
Issuer (Print or Type)	Signature	9		Date	
Ø-In Design Automation, Inc.	Emil Ou	k		5/3	30/02
Name of Signer (Print or Type)	Title of Signer (Print or Type)				
Emil Girczyc	President				

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)